

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : **Chapter 11 Case No.**
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MOTORS LIQUIDATION COMPANY, et al., : **09-50026 (REG)**
f/k/a General Motors Corp., et al. :
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Debtors. : **(Jointly Administered)**
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**ORDER GRANTING MOTION OF MOTORS LIQUIDATION COMPANY
GUC TRUST FOR LIMITED MODIFICATION OF THE AUTOMATIC
STAY AND THE PLAN INJUNCTION AS TO THE PROOF OF CLAIM FILED BY
ANNE VALDES FOR THE SOLE PURPOSE OF ALLOWING CLAIMANT TO
LIQUIDATE THE PROOF OF CLAIM BY FILING AN ACTION**

Upon the Motion, dated May 31, 2012 (the “**Motion**”),¹ of the Motors Liquidation Company GUC Trust (the “**GUC Trust**”), for entry of an order providing for a limited modification of the Automatic Stay and the Plan Injunction as to the Proof of Claim filed by Anne Valdes, all as more fully described in the Motion; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Motion is in the best interests of the GUC Trust, the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted as provided herein; and it is further

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

ORDERED that the Automatic Stay and the Plan Injunction are modified solely to the extent necessary to permit liquidation of the Proof of Claim by permitting the Action to be filed by Claimant to proceed to final judgment or settlement; and it is further

ORDERED that, within forty-five days of the entry of this Order, Claimant shall file the Action in the United States District Court for the Southern District of New York or such other nonbankruptcy forum that has personal jurisdiction, subject matter jurisdiction, or *in rem* jurisdiction and is a proper venue; and it is further;

ORDERED that, should Claimant fail to file the Action in the United States District Court for the Southern District of New York or such other nonbankruptcy forum that has personal jurisdiction, subject matter jurisdiction, or *in rem* jurisdiction and is a proper venue within forty-five days of the entry of this Order or fail to file with this Court within forty-five days of the entry of this Order a motion to extend the time for filing for cause, the Proof of Claim shall be automatically disallowed and expunged in its entirety without the necessity of further order by this Court; and it is further;

ORDERED that pursuant to the ADR Order and the ADR Procedures, any final judgment in or settlement of the Action shall be subject to treatment under the Plan and shall be treated as a general unsecured nonpriority claim against the GUC Trust, unless otherwise determined and ordered by this Court; and it is further

ORDERED that, except as provided herein, the provisions of the Automatic Stay, the Plan Injunction, or any provision or injunction created in connection with confirmation of the Plan and the order confirming the Plan, including, without limitation, those provisions prohibiting execution, enforcement, or collection of any judgment that may be obtained against

the Debtors, the GUC Trust, and/or assets or property of the Debtors' estates (as defined in section 541 of the Bankruptcy Code), shall remain in full force and effect; and it is further

ORDERED that nothing contained herein shall be deemed or construed as an admission of liability by the Debtors or the GUC Trust with respect to the Action, and the defendants in the Action reserve the right to assert any and all defenses in the Action; and it is further

ORDERED that this Court shall retain jurisdiction and shall be the exclusive forum to resolve any disputes or controversies arising from or relating to this Order.

Dated: New York, New York

June 21, 2012

s/ Robert E. Gerber

THE HONORABLE ROBERT E. GERBER
UNITED STATES BANKRUPTCY JUDGE